

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:

SIZMEK, INC., *et al.*,<sup>1</sup>

Debtors.

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)  
) Chapter 11  
)  
) Case No. 19-10971 (SMB)  
)  
) (Jointly Administered)  
)

**AFFIDAVIT OF SERVICE**

I, Alexa Westmoreland, depose and say that I am employed by Stretto, the claims and noticing agent for the Debtors in the above-captioned cases.

On June 17, 2019, at my direction and under my supervision, employees of Stretto caused the following document to be served via first-class mail on M&R Strategic Services, Inc. at 101 Connecticut Ave NW, Ste. 700, Washington, DC 20036-4349, pursuant to USPS forwarding instructions:

- **Notice of Hearing on Debtors' First Motion for Entry of an Order (I) Authorizing and Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases to Zeta Global Holdings Corp. In Connection with Sale of Demand Side Platform and Data Management Platform and (II) Granting Related Relief (Docket No. 160)**

Furthermore, on June 24, 2019, at my direction and under my supervision, employees of Stretto caused the following documents to be served via first-class mail on Sharethis, Inc. at 3000 El Camino Real, Ste. 5-150, Palo Alto, CA 94306-2121, pursuant to USPS forwarding instructions:

- **Certificate of No Objection Regarding Debtors' Motion for an Order (I) Establishing Bar Dates for Filing Claims and (II) Approving the Form and Manner of Notice Thereof (Docket No. 194)**
- **Certificate of No Objection Regarding Debtors' Motion for Order Pursuant to Bankruptcy Code Sections 105, 365, and 554, Bankruptcy Rules 6006 and 9014, and Local Bankruptcy Rule 6006-1 Authorizing and Approving Expedited Procedures for Rejection and Assumption of Executory Contracts and Unexpired Leases and Granting Related Relief (Docket No. 195)**

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Sizmek Inc. (4624); Point Roll, Inc. (3173); Sizmek DSP, Inc. (2319); Sizmek Technologies, Inc. (6402); Wireless Artist LLC (0302); WirelessDeveloper, Inc. (9686); X Plus One Solutions, Inc. (8106); and X Plus Two Solutions, LLC (4914). The location of the Debtors' service address for purposes of these chapter 11 cases is: 401 Park Avenue South, 5th Floor, New York, NY 10016.

- **Agenda for Hearing to be Held May 30, 2019 at 10:00 A.M. (Prevailing Eastern Time)** (Docket No. 196)

Furthermore, on June 24, 2019, at my direction and under my supervision, employees of Stretto caused the following documents to be served via first-class mail on the service list attached hereto as **Exhibit A**, pursuant to USPS forwarding instructions:

- **Notice of Deadline Requiring Filing of Proofs of Claim on or Before July 17, 2019** (attached hereto as **Exhibit B**)
- **Proof of Claim Form (Official Form 410)**
- **Instructions for Proof of Claim Form**

Furthermore, on June 25, 2019, at my direction and under my supervision, employees of Stretto caused the following documents to be served via first-class mail on the service list attached hereto as **Exhibit C**, pursuant to USPS forwarding instructions:

- **Notice of Deadline Requiring Filing of Proofs of Claim on or Before July 17, 2019** (attached hereto as **Exhibit B**)
- **Proof of Claim Form (Official Form 410)**
- **Instructions for Proof of Claim Form**

On June 27, 2019, at my direction and under my supervision, employees of Stretto caused the following documents to be served via first-class mail on Sharethis, Inc. at 3000 El Camino Real, Ste. 5-150, Palo Alto, CA 94306-2121, pursuant to USPS forwarding instructions:

- **Second Notice of Rejection of Certain Executory Contracts and Unexpired Leases** (Docket No. 205)
- **Fourth Notice of Rejection of Certain Executory Contracts and Unexpired Leases** (Docket No. 222)
- **Fourth Interim Order (I) Authorizing the Debtors to Use Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection Pursuant to 11 U.S.C. §§ 361, 362, 363, and 507, and (III) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001(b)** (Docket No. 239)

**[THIS SPACE LEFT BLANK INTENTIONALLY]**

- **First Notice of Filing of Ordinary Course Professional Declaration and Questionnaire** (Docket No. 241)

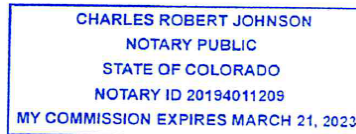
Dated: June 28, 2019

  
\_\_\_\_\_  
Alexa T. Westmoreland

State of Colorado     )  
                                      ) SS.  
County of Denver     )

Subscribed and sworn before me this 28<sup>th</sup> day of June 2019 by Alexa Westmoreland.

  
\_\_\_\_\_  
(Notary's Official Signature)



## **Exhibit A**

**Exhibit A**

Served Via First-Class Mail

NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP
ADAM KLEIN	350 CENTRAL PARK W	APT 2E	NEW YORK	NY	10025-8842
ADMARVEL, INC.	1200 PARK PL	STE 250	SAN MATEO	CA	94403-1593
ADVILLE USA	1413 W KENNETH RD	#278	GLENDALE	CA	91201-1421
ALASKA SEAFOOD MARKETING INSTITUTE	311 N FRANKLIN ST	STE 200	JUNEAU	AK	99801-1142
ASANA, INC.	1550 BRYANT ST	SUITE 200	SAN FRANCISCO	CA	94103-4853
ATD PARTNERS, LLC	PO BOX 1313		AUSTIN	TX	78767-1313
AUDIENCE X	13468 BEACH AVE		MARINA DL REY	CA	90292-5624
BAR AMERICAIN	1140 BROADWAY	RM 1203	NEW YORK	NY	10001-7504
BELCARO GROUP, INC.	7100 E BELLEVIEW AVE	STE 108	GREENWOOD VILLAGE	CO	90111-1635
BREAK MEDIA	231 MARKET PL	#373	SAN RAMON	CA	94583-4743
BRILLMEDIA.CO.	17224 STRATHERN ST		LAKE BALBOA	CA	91406-1057
BROOKLYN NETS	168 39TH ST	UNIT 7	BROOKLYN	NY	11232-2714
BROWN FOX KIZZIA & JOHNSON PLLC	8111 PRESTON RD	STE 300	DALLAS	TX	75225-6329
BUSINESS INSIDER INC.	1 LIBERTY PLZ	FL 8	NEW YORK	NY	10006-1431
COMMITTEE FOR DIGITAL ADVERTISING AND MARKETING ACCOUNTABILITY AKA DIGITAL ADVERTISING ALLIANCE	315 W 36TH ST	FL 8	NEW YORK	NY	10018-6624
COMPENSATION & BENEFIT SOLUTIONS, LLC	6430 S FIDDLERS GREEN CIR	STE 300	GREENWOOD VILLAGE	CO	80111-4999
CRISPIN PORTER & BOGUSKY, LLC. (CP+B)	6450 GUNPARK DR		BOULDER	CO	90301-3309
CRITICAL MASS CHICAGO	225 NORTH MICHIGAN AVE	STE 700	CHICAGO	IL	60601-7682
CRITICAL MASS INC.	225 N MICHIGAN AVE	STE 700	CHICAGO	IL	60601-7682
CROSS MEDIA	275 7TH AVE	FL 27	NEW YORK	NY	10001-6885
CROSSMEDIA, INC.	150 MEADOWLANDS PKWY	FL 1-2	SECAUCUS	NJ	07094-2304
CULTIVATOR CONTENT LABS	2221 E WASHINGTON ST		PHOENIX	AZ	95034-1301
CURVATURE (SERVER SUPPORT)	2810 COLISEUM CENTRE DR	STE 600	CHARLOTTE	NC	28217-3255
DIGICERT, INC.	2801 N THANKSGIVING WAY	STE 500	LEHI	UT	84043-5803
DIVISION D	602 FAY ST		COLUMBIA	MO	65201-4708
DOREMUS SMART TRADING	437 MADISON AVE	FL 5	NEW YORK	NY	10022-7043
EFLEXGROUP, INC. (TASC)	PO BOX 7631		MADISON	WI	53707-7631
ELECTRONICS RECYCLING SERVICE, INC.	1664 WATSON CT		MILPITAS	CA	95035-6822
EVO REAL ESTATE GROUP	1040 AVENUE OF THE AMERICAS	FL 3	NEW YORK	NY	10018-3709
FOURSQUARE	50 W 23RD ST	FL 8	NEW YORK	NY	10010-5272
GEORGE HAYNES	6540 HILL VIEW AVE		LAS VEGAS	NV	89107-1210
INK STUDIO	31652 2ND AVE		LAGUNA BEACH	CA	92651-8244
JL FARMAKIS	24 EAST AVE	#1350	NEW CANAAN	CT	06840-5529
KASE MEDIA	PO BOX 2212		SAUSALITO	CA	94966-2212
KEY ACQUISITION PARTNERS, LLC	181 HARRY S TRUMAN PKWY	STE 275	ANNAPOLIS	MD	21401-7630
LEADMD, INC.	15001 N 74TH ST	STE A	SCOTTSDALE	AZ	85260-2444
LEUNG, JOYCE (E)	PO BOX 591095		SAN FRANCISCO	CA	94159-1095

**Exhibit A**

Served Via First-Class Mail

NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP
LITTLE THINGS	642 HARRISON ST	FL 3	SAN FRANCISCO	CA	94107-1323
LIVE INTENT INC. X+1	222 BROADWAY	FL 22	NEW YORK	NY	10038-2570
LUMENE NORTH AMERICA LLC	530 FASHION AVE	UPPR 1	NEW YORK	NY	10018-4906
MEDIA TWO INTERACTIVE	112 S BLOUNT ST	STE 101	RALEIGH	NC	27601-1474
MOAT INC.	28 E 28TH ST	FL 9	NEW YORK	NY	10016-7939
MONTAGE MARKETING	5243 BAY ST		ROCKLIN	CA	95765-5510
NATIONAL CINEMEDIA CINEMA NETWORK, LLC	6300 S SYRACUSE WAY	STE 300	CENTENNIAL	CO	80111-6723
NATIONAL CINEMEDIA, LLC	6300 S SYRACUSE WAY	STE 300	CENTENNIAL	CO	80111-6723
NFUSION	708 COLORADO STREET		AUSTIN	TX	78701
NICOLAS PANTELAROS	3284 45TH ST	APT 1C	ASTORIA	NY	11103-1930
OOTEM ADVERTISING, INC	180 CARNELIAN WAY		SAN FRANCISCO	CA	94131-1734
OPERA MEDIAWORKS, INC.	901 MARINERS ISLAND BLVD	#250	SAN MATEO	CA	94404-1592
OPTIKAL INC.	1680 VINE ST	STE 905	HOLLYWOOD	CA	90028-8800
PARAMVEER SINGH	252 VILLAFRANCA ST		CORONA	CA	92879-3325
PART FOUR LLC	600 WILSHIRE BLVD	STE 1700	LOS ANGELES	CA	90017-3229
PERFORMICS MOTOROLA	35 W WACKER DR	FL 19	CHICAGO	IL	60601-1758
PET360	19601 N 27TH AVE		PHOENIX	AZ	85027-4008
PROGRESSIVE FINANCIAL SERVICES	40 WELLESLEY RD		SWARTHMORE	PA	19081-1233
QUANTASY	312 S ALAMEDA ST	#102	LOS ANGELES	CA	90013-1706
REVSQUARE LLC	68 34TH ST	UNIT 34	BROOKLYN	NY	11232-2007
SCOOP BRANDS	1968 S COAST HWY	#739	LAGUNA BEACH	CA	92651-3681
STRATEGIC SUPPORT SOLUTIONS, LLC	9550 RIDGEHAVEN CT		SAN DIEGO	CA	91213-5606
TACTICAL TELESOLUTIONS, INC.	2121 N CALIFORNIA BLVD	#260	WALNUT CREEK	CA	94596-3572
TENT COLLECTIVE INC	PO BOX 478		RIDGEWOOD	NJ	07451-0478
THE BILLIONS CORPORATION	PO BOX 47710		CHICAGO	IL	60647-7212
THE FEARLESS GROUP	79 MADISON AVE	FL 8	NEW YORK	NY	10016-7810
THE MARTIN GROUP	7600 LANDMARK WAY	UNIT 707	GREENWOOD VLG	CO	80111-1963
THE WOOD AGENCY	7550 W INTERSTATE 10	STE 505	SAN ANTONIO	TX	78229-3068
THEDAILYMEAL	4 NEW YORK PLZ	FL 7	NEW YORK	NY	10004-2823
THRESHER COMMUNICATION & PRODUCTIVITY, INC.	48303 FREMONT BLVD		FREMONT	CA	94538-6580
TSANG SEYMOUR DESIGN INC	448 W MEADOW RD		WILTON	CT	06897-4731
U.S. INTERNATIONAL MEDIA	3415 S SEPULVEDA BLVD	STE 800	LOS ANGELES	CA	90034-6033
U.S. NEWS & WORLD REPORT, L.P.	120 5TH AVE	FL 7	NEW YORK	NY	10011-5637
WEXLEY SCHOOL FOR GIRLS	2633 EASTLAKE AVE E	STE 202	SEATTLE	WA	98102-3299
WHITEHAT SECURITY, INC.	1741 TECHNOLOGY DR	STE 300	SAN JOSE	CA	95110-1355
ZEFR	4101 REDWOOD AVE		LOS ANGELES	CA	90066-5603

## **Exhibit B**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:	)	
	)	Chapter 11
	)	
SIZMEK INC., <i>et al.</i> , <sup>1</sup>	)	Case Nos.: 19-10971(SMB)
	)	Through 19-10978(SMB)
Debtors.	)	
	)	(Jointly Administered)
	)	

**NOTICE OF DEADLINE REQUIRING FILING OF PROOFS OF CLAIM ON OR  
BEFORE JULY 17, 2019**

**TO ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST DEBTOR ENTITIES  
LISTED ON APPENDIX A ATTACHED HERETO:**

The United States Bankruptcy Court for the Southern District of New York has entered an Order establishing **July 17, 2019** (the “Bar Date”) as the last date for each person or entity (including individuals, partnerships, corporations, joint ventures, trusts and governmental units) to file a proof of claim against any of the Debtors listed on Appendix A attached to this Notice (the “Debtors”).

The Bar Date and the procedures set forth below for filing proofs of claim apply to all claims against the Debtors that arose prior to March 29, 2019, the date on which the Debtors commenced cases under chapter 11 of the United States Bankruptcy Code, except for claims listed in Section 4 below that are specifically excluded from the Bar Date filing requirement. Governmental units may have until September 25, 2019, the date that is one hundred eighty (180) days after the order for relief, to file proofs of claim.

**1. WHO MUST FILE A PROOF OF CLAIM**

You **MUST** file a proof of claim to vote on a chapter 11 plan filed by the Debtors or to share

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Sizmek Inc. (4624); Sizmek DSP, Inc. (2319); Point Roll, Inc. (3173); Sizmek Technologies, Inc. (6402); Wireless Artist LLC (0302); Wireless Developer, Inc. (9686); X Plus One Solutions, Inc. (8106); and X Plus Two Solutions, LLC (4914). The location of the Debtors’ service address for purposes of these chapter 11 cases is: 401 Park Avenue South, Fifth Floor, New York, NY 10016.



in distributions from the Debtors' bankruptcy estates if you have a claim that arose prior to March 29, 2019 (the "Filing Date"), and it is not one of the types of claim described in Section 4 below. Claims based on acts or omissions of the Debtors that occurred before the Filing Date must be filed on or prior to the Bar Date, even if such claims are not now fixed, liquidated or certain or did not mature or become fixed, liquidated or certain before the Filing Date.

Under Section 101(5) of the Bankruptcy Code and as used in this Notice, the word "claim" means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

## **2. WHAT TO FILE**

Your filed proof of claim must conform substantially to Official Form No. 410; a case-specific proof of claim form accompanies this notice as Appendix B. Additional proof of claim forms may be obtained at [www.uscourts.gov/forms/bankruptcy-forms](http://www.uscourts.gov/forms/bankruptcy-forms) or <https://cases.stretto.com/sizmek>

All proof of claim forms must be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. It must be written in English and be denominated in United States currency. You should attach to your completed proof of claim any documents on which the claim is based (if voluminous, attach a summary) or an explanation as to why the documents are not available.

**Your proof of claim form must not contain complete social security numbers or taxpayer identification numbers (only the last four digits), a complete birth date (only the year), the name of a minor (only the minor's initials) or a financial account number (only the last four digits of such**

financial account).

Any holder of a claim against more than one Debtor must file a separate proof of claim with respect to each such Debtor and all holders of claims must identify on their proof of claim the specific Debtor against which their claim is asserted and the case number of that Debtor's bankruptcy case. A list of the names of the Debtors and their case numbers is set forth on Appendix A attached to this Notice

### **3. WHEN AND WHERE TO FILE**

Except as provided for herein, all proofs of claim must be filed so as to be received **on or** before July 17, 2019 at the following address:

#### **IF BY MAIL:**

Sizmek Claims Processing  
c/o Stretto  
8269 E 23rd Ave, Ste 275  
Denver, CO 80238

#### **IF DELIVERED BY HAND:**

United States Bankruptcy Court  
Southern District of New York  
One Bowling Green, Room 614  
New York, NY 10004-1408

Or electronically through the claims agent's website, at: <https://cases.stretto.com/sizmek/fileaclaim>

Proofs of claim will be deemed filed only when received at the addresses listed above or filed electronically on or before the Bar Date. Proofs of claim may not be delivered by facsimile, telecopy or electronic mail transmission.

### **4. CLAIMS FOR WHICH PROOFS OF CLAIM NEED NOT BE FILED**

You do **not** need to file a proof of claim on behalf of a claim on or prior to the applicable Bar Date if the claim falls into one of the following categories:

- (a) Any claim that has already been asserted in a proof of claim against the Debtors with the Clerk of the Bankruptcy Court for the Southern District of New York in a form substantially similar to Official Bankruptcy Form No. 410 (unless you wish to assert the claim against a Debtor not mentioned in the prior proof of claim, in which case an additional proof of claim must be filed);
- (b) Any claim that is listed on the Schedules filed by the Debtors, provided that (i) the claim is not scheduled as "disputed," "contingent," or "unliquidated" and (ii)

the claimant does not disagree with the amount, nature and priority of the claim as set forth in the Schedules and (iii) the claimant does not dispute that the claim is an obligation only of the specific Debtor against which the claim is listed in the Schedules;

- (c) Any claim that previously been allowed by Order of the Court
- (d) Any claim that has been paid in full by any of the Debtors;
- (e) Any claim for which a different deadline has previously been fixed by this Court;
- (f) Any claim by one Debtor against another Debtor;
- (g) Any claim allowable under § 503(b) and § 507(a) (2) of the Bankruptcy Code as an expense of administration of the Debtor's estates; and
- (h) Any claim held by the Prepetition First Lien Agent.

If you are a holder of an equity interest in the Debtors, you need not file a proof of interest with respect to the ownership of such equity interest at this time. However, if you assert a claim against the Debtors, including a claim relating to such equity interest or the purchase or sale of such interest, a proof of such claim must be filed on or prior to the Bar Date pursuant to procedures set forth in this Notice.

This Notice is being sent to many persons and entities that have had some relationship with or have done business with the Debtors but may not have an unpaid claim against the Debtors. The fact that you have received this Notice does not mean that you have a claim or that the Debtors or the Court believe that you have a claim against the Debtors.

## **5. EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

If you have a claim arising out of the rejection of an executory contract or unexpired lease as to which the order authorizing such rejection is dated on or before June 11, 2019, the date of entry of the Bar Order, you must file a proof of claim by the Bar Date. Any person or entity that has a claim arising from the rejection of an executory contract or unexpired lease, as to which the order is dated after the date of entry of the Bar Order, you must file a proof of claim with respect to such claim by the date fixed by the Court in the applicable order authorizing rejection of such contract or lease.

**6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE BAR DATE**

ANY HOLDER OF A CLAIM THAT IS NOT EXEMPTED FROM THE REQUIREMENTS OF THIS ORDER, AS SET FORTH IN SECTION 4 ABOVE, AND THAT FAILS TO TIMELY FILE A PROOF OF CLAIM IN THE APPROPRIATE FORM SHALL NOT BE TREATED AS A CREDITOR WITH RESPECT TO SUCH CLAIM FOR THE PURPOSES OF VOTING ON ANY PLAN OF REORGANIZATION FILED IN THESE CASES AND PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS' CASES ON ACCOUNT OF SUCH CLAIM.

**7. THE DEBTORS' SCHEDULES AND ACCESS THERETO**

You may be listed as the holder of a claim against one or more of the Debtors in the Debtors' Schedules of Assets and Liabilities and/or Schedules of Executory Contracts and Unexpired Leases (collectively, the "Schedules").

If you rely on the Debtors' Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules.

As set forth above, if you agree with the nature, amount and status of your claim as listed in the Debtors' Schedules, and if you do not dispute that your claim is only against the Debtor specified by the Debtors, and if your claim is not described as "disputed," "contingent," or "unliquidated," you need not file a proof of claim. Otherwise, or if you decide to file a proof of claim, you must do so before the Bar Date in accordance with the procedures set forth in this Notice.

Copies of the Debtors' Schedules are available for inspection on the Court's Internet Website at <http://www.nysb.uscourts.gov>. A login and password to the Court's Public Access to Electronic Court Records ("PACER") are required to access this information and can be obtained through the PACER Service Center at <http://www.pacer.gov> or on Debtors' claims agent's website at <https://cases.stretto.com/sizmek>. Copies of the Schedules may also be examined between the

hours of 9:00 a.m. and 4:30 p.m., Monday through Friday at the Office of the Clerk of the Bankruptcy Court, One Bowling Green, Room 614, New York, New York 10004-1408. Copies of the Debtors' Schedules may also be obtained by written request to Debtors' counsel at the address set forth below.

**A holder of a possible claim against the Debtors should consult an attorney regarding any matters not covered by this notice, such as whether the holder should file a proof of claim.**

BY ORDER OF THE COURT

Dated: June 11, 2019  
New York, New York

*/s/ Steven J. Reisman*

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**KATTEN MUCHIN ROSENMAN LLP**

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Jerry L. Hall, Esq. (admitted *pro hac vice*)  
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-and-

Peter A. Siddiqui, Esq. (admitted *pro hac vice*)  
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Email: peter.siddiqui@kattenlaw.com

*Counsel to Debtors and Debtors-in-Possession*

**APPENDIX A TO NOTICE OF DEADLINES FOR FILING OF PROOFS OF CLAIM**

<b>Debtor</b>	<b>Case Number</b>
Sizmek Inc.	19-10971
Point Roll, Inc.	19-10972
Sizmek DSP, Inc.	19-10973
Sizmek Technologies, Inc.	19-10974
Wireless Artist LLC	19-10975
WirelessDeveloper, Inc.	19-10976
X Plus One Solutions, Inc.	19-10977
X Plus Two Solutions, LLC	19-10978

**APPENDIX B TO NOTICE OF DEADLINES FOR FILING OF PROOFS OF CLAIM**

(Case Specific Proof of Claim Form)

**Fill in this information to identify the case:**

Name of Debtor &amp; Case Number:

- |   |  |
|---|--|
| <input type="checkbox"/> Sizmek Inc. (19-10971)               | <input type="checkbox"/> Wireless Artist LLC (19-10975)        |
| <input type="checkbox"/> Point Roll, Inc.(19-10972)           | <input type="checkbox"/> WirelessDeveloper, Inc. (19-10976)    |
| <input type="checkbox"/> Sizmek DSP, Inc. (19-10973)          | <input type="checkbox"/> X Plus One Solutions, Inc. (19-10977) |
| <input type="checkbox"/> Sizmek Technologies, Inc. (19-10974) | <input type="checkbox"/> X Plus Two Solutions, LLC (19-10978)  |

**United States Bankruptcy Court for the Southern District of New York****Official Form 410****Proof of Claim**

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Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

**Part 1: Identify the Claim****1. Who is the current creditor?**

Name of the current creditor (the person or entity to be paid for this claim) \_\_\_\_\_

Other names the creditor used with the debtor \_\_\_\_\_

**2. Has this claim been acquired from someone else?**☐ No☐ Yes. From whom? \_\_\_\_\_**3. Where should notices and payments to the creditor be sent?****Where should notices to the creditor be sent?****Where should payments to the creditor be sent? (if different)**

Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)

Name \_\_\_\_\_

Name \_\_\_\_\_

Number \_\_\_\_\_ Street \_\_\_\_\_

Number \_\_\_\_\_ Street \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

Contact phone \_\_\_\_\_

Contact phone \_\_\_\_\_

Contact email \_\_\_\_\_

Contact email \_\_\_\_\_

Uniform claim identifier for electronic payments in chapter 13 (if you use one):

\_\_\_\_\_

**4. Does this claim amend one already filed?**☐ No☐ Yes. Claim number on court claims registry (if known) \_\_\_\_\_Filed on \_\_\_\_\_  
MM / DD / YYYY**5. Do you know if anyone else has filed a proof of claim for this claim?**☐ No☐ Yes. Who made the earlier filing? \_\_\_\_\_



**Part 2: Give Information About the Claim as of the Date the Case Was Filed**

6. Do you have any number you use to identify the debtor?	<input type="checkbox"/> No <input type="checkbox"/> Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: _____
7. How much is the claim? \$_____	Does this amount include interest or other charges? <input type="checkbox"/> No <input type="checkbox"/> Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).
8. What is the basis of the claim?	Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card. Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c). Limit disclosing information that is entitled to privacy, such as health care information.  _____
9. Is all or part of the claim secured?	<input type="checkbox"/> No <input type="checkbox"/> Yes. The claim is secured by a lien on property.  <b>Nature of property:</b> <input type="checkbox"/> Real estate. If the claim is secured by the debtor's principal residence, file a <i>Mortgage Proof of Claim Attachment</i> (Official Form 410-A) with this <i>Proof of Claim</i> . <input type="checkbox"/> Motor vehicle <input type="checkbox"/> Other. Describe: _____  <b>Basis for perfection:</b> _____ Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)  <b>Value of property:</b> \$_____ <b>Amount of the claim that is secured:</b> \$_____ <b>Amount of the claim that is unsecured:</b> \$_____ (The sum of the secured and unsecured amounts should match the amount in line 7.)  <b>Amount necessary to cure any default as of the date of the petition:</b> \$_____  <b>Annual Interest Rate</b> (when case was filed) _____ % <input type="checkbox"/> Fixed <input type="checkbox"/> Variable
10. Is this claim based on a lease?	<input type="checkbox"/> No <input type="checkbox"/> Yes. Amount necessary to cure any default as of the date of the petition. \$_____
11. Is this claim subject to a right of setoff?	<input type="checkbox"/> No <input type="checkbox"/> Yes. Identify the property: _____

**12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?**

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

☐ No

☐ Yes. *Check all that apply:*

☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

☐ Up to \$2,850\* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

☐ Wages, salaries, or commissions (up to \$12,850\*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

☐ Other. Specify subsection of 11 U.S.C. § 507(a)( ) that applies.

**Amount entitled to priority**

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\* Amounts are subject to adjustment on 4/01/16 and every 3 years after that for cases begun on or after the date of adjustment.

**Part 3: Sign Below**

**The person completing this proof of claim must sign and date it. FRBP 9011(b).**

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

**A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.**

*Check the appropriate box:*

☐ I am the creditor.

☐ I am the creditor's attorney or authorized agent.

☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date \_\_\_\_\_  
MM / DD / YYYY

\_\_\_\_\_  
Signature

**Print the name of the person who is completing and signing this claim:**

Name \_\_\_\_\_  
First name Middle name Last name

Title \_\_\_\_\_

Company \_\_\_\_\_  
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address \_\_\_\_\_  
Number Street

City State ZIP Code

Contact phone \_\_\_\_\_ Email \_\_\_\_\_

## **Exhibit C**

**Exhibit C**

Served Via First-Class Mail

NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP
ANAPLAN INC.	50 HAWTHORNE ST		SAN FRANCISCO	CA	94105-3902
CANARY LLC	2700 CAMINO RAMON	# 110	SAN RAMON	CA	94583-5004
CONNATIX NATIVE EXCHANGE INC.	666 BROADWAY	FL 10	NEW YORK	NY	10012-2342
HOLWICK CONSTRUCTORS, INC.	200 N WESTLAKE BLVD	STE 102	WESTLAKE VLG	CA	91362-3769